

Electronically Recorded

Tarrant County Texas

Official Public Records

10/14/2010 2:58 PM

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NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS ANY INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT OF OIL AND GAS LEASE

L0563335

STATE OF TEXAS

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COUNTY OF TARRANT

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KNOW ALL MEN BY THESE PRESENTS:

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Chesapeake Operating, Inc.

WHEREAS, on August 20, 2007, **Monaco Partners, LP**, whose address is P.O. Box 170059, Arlington, Texas 76003 (the "Lessor"), executed and delivered unto DDJET Limited, LLP, as lessee, whose address is 222 Benmar, Houston, Texas 77060, an Oil and Gas Lease which is recorded in Document No. D208008089 of the Official Public Records, Tarrant County, Texas (the "Lease").

WHEREAS, **Chesapeake Exploration L.L.C.** (hereinafter "Lessee"), acquired all interest in and to said Lease by Assignment, Bill of Sale and Conveyance by and between DDJET Limited, LLP and Lessee, dated and effective January 4, 2010, recorded as Instrument # D210008513, of the Official Public Records of Tarrant County, Texas.

WHEREAS, Total E&P USA, Inc., whose address is 1201 Louisiana Street, Suite 1800, Houston, Texas, 77002, acquired an undivided 25% of Chesapeake's working interest in the aforementioned Lease. Said Lease covers the lands described below:

9.244 acres of land, more or less, situated in the Peter Rouche Survey, A-1339, Tarrant County, Texas, and being more particularly described by metes and bounds in that certain Mineral Deed dated January 8, 2007 from New York Commons to Monaco Partners, L.P. and recorded in Instrument #D207020944, Official Records, Tarrant County, Texas; and also being the same property described in the above-referenced Lease filed for record as Instrument #D208008089 of the Official Public Records of Tarrant County, Texas.

WHEREAS, Lessor and Lessee desire to amend the Lease by amending any and all pooling provisions contained therein;

NOW THEREFORE, for and in consideration of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and confessed, the Lessor and Lessee do hereby amend the Lease as provided below:

Paragraph 5 of the lease, related to Pooling, is amended by adding at the end thereof the following addition:

TX0486597-000

"Provided however, notwithstanding any other provision in this lease, Lessee may form a unit for Horizontal Barnett wells consisting of up to 640 acres, plus a 10 percent variance, provided all Lessor's land covered by this lease is included in the unit."

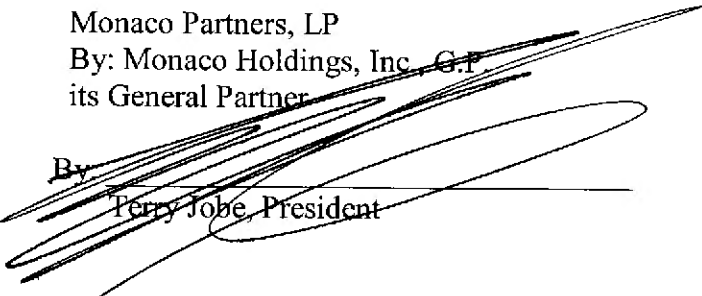
The Lessor does by these presents ratify, confirm and adopt the Lease and the addendum thereto as amended hereby, and do further grant, let, lease and demise unto the Lessee all of the land described therein, together with all rights thereunder, under the same terms and conditions contained in the original lease, **except as herein amended.**

Executed by each party on the date set forth in their respective acknowledgments below, but effective for all purposes as of August 20, 2007.

This instrument may be signed in multiple counterparts, each of which shall be deemed an original and all of which taken together shall be deemed one instrument.

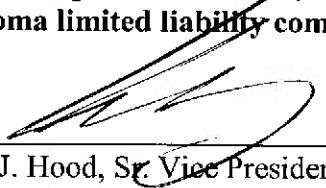
Lessor:

Monaco Partners, LP
By: Monaco Holdings, Inc., G.P.
its General Partner

By: 
Perry Jobe, President


Lessee:

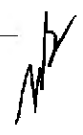
Chesapeake Exploration L.L.C.,
an Oklahoma limited liability company

By: 
Henry J. Hood, Sr. Vice President –
Land and Legal & General Counsel

APM
AMC
CSM

TOTAL E&P USA, INC., a Delaware Corporation

By: 
Eric Bonnin, Vice President- Business
Development and Strategy



ACKNOWLEDGMENTS

STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on the 5th day of August, 2010, by Terry Jobe, President of Monaco Holdings, Inc., G.P, the General Partner of Monaco Partners, LP, on behalf of said partnership.



Kelly W. Mego
Notary Public, State of Texas

STATE OF OKLAHOMA

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COUNTY OF OKLAHOMA

Before me, the undersigned, a Notary Public in and for said County and State, on this 16th day of September, 2010, personally appeared Henry J. Hood, Senior Vice President - Land and Legal & General Counsel of **Chesapeake Exploration L.L.C.**, an Oklahoma Limited Liability Company, on behalf of such corporation, for the uses and purposes therein set forth.

Given under my hand and seal the day and year last above written.



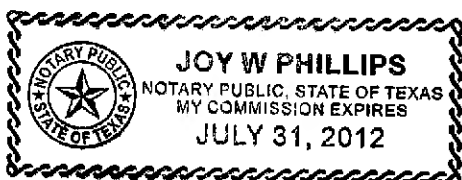
Courtney Childress
Notary Public, State of Oklahoma

STATE OF TEXAS

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COUNTY OF HARRIS

The foregoing instrument was acknowledged before me this 4th day of October, 2010, by Eric Bonnin as Vice President – Business Development and Strategy of **TOTAL E&P USA, INC.**, a Delaware corporation, as the act and deed and on behalf of such corporation.



Joy W. Phillips
Notary Public in and for the State of Texas

Record & Return To:
Chesapeake Operating, Inc.
P.O. Box 18496
Oklahoma City, OK 73154

Please Return To:
RedSky Land, LLC
835 SW Alsbury, Suite H
Burleson, TX 76028